**IN THE HIGH COURT OF JUDICATURE AT BOMBAY**
**O.O.C.J.**
**COMPANY PETITION NO.428 OF 2006**
**IN**
**COMPANY APPLICATION NO.660 OF 2006**

Kuoni Travel (India) Private Limited ..Petitioner Company.

**WITH**
**COMPANY PETITION NO.429 OF 2006**
**IN**
**COMPANY APPLICATION NO.661 OF 2006**

Travelmate Services (India) Private Ltd. ..Petitioner Company.

Mr.Viraj Tulzapurkar with Rajesh SHah i/b Rajesh Shah & Co. for petitioner.
Mr.C.J.Joy with R.C.Master and Mr.N.D.Sharma i/b S.S.Sarkar Regional Director in both Petitions.
None for O.L.

**CORAM: R.S.Mohite, J.**
**DATE : 25th August, 2006.**

**P.C.:**

1. The Company Petition No.428 of 2006 has been filed by the Kuoni Travel (India) Private Limited which is the Transferor Company and the Company Petition No.429 of 2006 is filed by Travelmate Services (India) Private Limited which is the Transferee Company. The Petitions seek sanction of this Court to the scheme of de-merger as embodied in the scheme of arrangement annexed to the Petitions. The Petitioners state that they have complied with all the statutory requirements and that the scheme has been approved by all the shareholders, creditors and

no objection has been raised to the scheme of de-merger as proposed. Copies of the Petitions were served upon the Regional Director and affidavit dated 23rd August, 2006 has been filed by Regional Director stating that copies of the Petitions were sent to the concerned Registrar of the Companies with the request to send his report on the affairs of the Company. After examining the said report from various points of view, the Regional Director has found that the scheme is not prejudicial to the interest of creditors, shareholders and public.

2. Taking into consideration aforesaid facts and circumstances and the proposed scheme and also taking into consideration the fact that the all the statutory requirements have been complied with, this Court allows both the petitions in terms of Prayer Clause (a) to (c) therein.

3. Both the Petitioners will pay the cost of Rs.2,500/- each to the Regional Director within a period of 3 weeks from today. All authorities concerned are directed to act as per the ordinary copy certified by the Company Registrar. The making of drawn up order is dispensed with. The Petitions stand disposed off accordingly.

**(R.S.MOHITE,J.)**